

13921-J  
SEP 1 1983 2 15 PM

13921-E through -L  
RECORDATION NO. 13921  
SEP 1 1983 2 15 PM

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD  
ALBERT H. GREENE  
CARL C. DAVIS  
CHARLES T. KAPPLER  
JOHN H. DOYLE  
MILTON C. GRACE  
GEORGE JOHN KETO\*\*  
RICHARD N. BAGENSTOS

\* NOT A MEMBER OF D.C. BAR  
\*\* ALSO A MEMBER OF OHIO BAR

LAW OFFICES

200 WORLD CENTER BUILDING  
918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

September 1, 1983

35244A057

No. SEP 1 1983  
Date

Fee \$ 160.00

Dear Ms. Mergenovich: ICC Washington, D.C.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303 are eight (8) Rental Schedules and Certificates of Acceptance marked A-3, A-4, B-3, B-4, C-1, C-2, C-3 and C-4, which are secondary documents as defined in the Commission's Rules for the Recordation of Documents (as revised).

The enclosed documents relate to a Master Equipment Lease Agreement (No. 8206ILT120) dated as of July 20, 1982 between AmTran Corporation, Lessor, and Illinois Central Gulf Railroad Company, Lessee, which was duly filed and recorded at 10:45 a.m. on January 21, 1983 and assigned Recordation Number 13921.

A general description of the railroad equipment covered by the enclosed documents is set forth in Schedules A-3, A-4, B-3, B-4, and C-1 through C-4 attached hereto and made a part hereof.

The names and addresses of the parties to the enclosed documents are:

Lessor: AmTran Corporation  
One Liberty Square  
Boston, Massachusetts 02109

Lessee: Illinois Central Gulf Railroad Company  
233 South Michigan Avenue  
Chicago, Illinois 60601

Kindly return the copies of the enclosed documents not needed for your official files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, Northwest,

C.T. Kappler

Charles T. Kappler  
Esq.  
1/1

13921-F  
SEP 1 1983 2 15 PM  
RECEIVED  
SEP 1 1983  
COMMERCIAL COMMISSION  
CABLE ADDRESS  
TELEPHONE  
AREA CODE 202  
420367 A AND A  
420368 COWA UI  
ON BR.

13921-H  
SEP 1 1983 2 15 PM  
RECEIVED  
SEP 1 1983  
COMMERCIAL COMMISSION


13921-K  
SEP 1 1983 2 15 PM  
RECEIVED  
SEP 1 1983  
COMMERCIAL COMMISSION

Ms. Agatha L. Mergenovich  
Secretary  
Interstate Commerce Commission  
September 1, 1983  
Page Two

Washington, D.C. 20006

Also enclosed is a check in the amount of \$80.00  
payable to the order of the Interstate Commerce Commission  
covering the required recordation fees.

Very truly yours,

  
Charles T. Kappler

SCHEDULE A-3

Item No.	Manufacturer Description Machine Type Model/Serial No.	Aquisition Cost	Location	Acceptance Date
1	Plasser American Corporation (1) Plasser Universal Mainliner PUM Tamping Machine Complete as specified in order Machine Serial #1544	\$156,595.10	Lake Cormorant, MS	11/24/82
2	Plasser American Corporation (1) Plasser Universal Mainliner PUM Tamping Machine Complete as specified in order Machine serial #1543	<u>\$150,443.50</u>	Lake Cormorant, MS	10/29/82

SCHEDULE A-4

<u>Item No.</u>	Manufacturer Description Machine Type <u>Model/Serial No.</u>	<u>Aquisition Cost</u>	<u>Location</u>	<u>Acceptance Date</u>
1	Plasser American Corporation (1) Plasser Universal Mainliner PUM Basic Machine with Automatic lifting, Sur- facing and Crossleveling Equipment, and Automatic One Chord Lining Attachment Transportation Charges Machine Serial 1545	\$150,443.50	Lake Cormorant, MS	12/24/82
	Freight Charges	\$ 4,374.00		

SCHEDULE B-3

<u>Item No.</u>	<u>Manufacturer Description Machine Type Model/Serial No.</u>	<u>Aquisition Cost</u>	<u>Location</u>	<u>Acceptance Date</u>
1	Lake-to-Seas (1) Galion 150ARS Hydraulic Crane, S/N C150ARS-DG9282	\$99,300.00	Hazel Crest, IL	09/24/82
Illinois 4% State Tax:		\$ 3,972.00		
Freight Charge:		<u>2,058.00</u>		

SCHEDULE B-4

<u>Item No.</u>	<u>Manufacturer Description Machine Type Model/Serial No.</u>	<u>Aquisition Cost</u>	<u>Location</u>	<u>Acceptance Date</u>
1	Lake-to-Seas, Inc. REB 150 ARS Detroit Diesel 4-53N Diesel Engine, 42 AMP Alternator, 127 HP Angle Indicator, Boom, Cab, Operators: Enclosed with Windshield Wiper	\$79,600.00	1500 Kentucky Ave. Paducah, KY	12/30/82
2	Lake-to-Seas, Inc. (1) REB 150 ARS Detroit Diesel 4-53N Diesel Engine, 42 AMP Altenator, 127 HP Angle Indicator Boom Cab, Operators: Enclosed with Windshield Wiper, Defrost Fan, Heater: Cab, Hot Water Type (12,000 BTU), Hoodside, Engine Lights - Electric: standard 2 Head, 2 Combination Stop & Tail below horizontal Boom 10'5"-25'5" 1) 100,000 lb. Crowd force 2) Boom retracts into overall lenght of crane allowing 360° rotation while coupled between railroad cars 3) Boom fully extended and depressed places pusher p]late 33" above ground Front mounted fixed Coupler - Manual Pin Lift, Automatic Engine Shutdown Low Oil, High Water Temperature Boom Mounted Pusher Plate railroad Rims	\$79,600.00	North Washington St. Carbondale, IL	12/30/82

SCHEDULE C-1

Item No.	Manufacturer Description Machine Type Model/Serial No.	Aquisition Cost	Location	Acceptance Date
1	Allis-Chalmers New Allis-Chalmers Fork Lift Truck Model ACP 60-CD 2PS Single Drive Short Coupled Diesel Powered S/N 509823 XL Mast 106X71X10 48 In. Wide Carriage Pallet Forks 42X5X1 3/4 Load Backrest 48X48	\$17,220.00	Hazel Crest, Illinois	09/28/82
2	New Allis Chalmers Fork Lift Truck Model ACP 60-CD 2PS Single Drive Short Coupled Diesel Powered S/N 509824 XL Mast 106X72X10 48 In. Wide Carriage Pallet Forks 42X5X1 3/4 Load Backrest 48X48	\$17,220.00	Hazel Crest, Illinois	09/28/82
3	New Allis-Chalmers Fork Lift Truck Model ACP80 CD-2 PS Single Drive Short Coupled Diesel Powered S/N 509379 XL Mast 110X80X12 48 In. Wide Carriage Load Backrest 48X48	\$19,983.00	Hazel Crest, Illinois	09/28/82
4	New Allis-Chalmers Fork Lift Truck Model ACP 60-CD 2PS Single Drive, Short Coupled Diesel Powered S/N 509819 XL Mast 130X84X10 48 In. Wide Carriage Load Backrest 48X48	\$17,505.00	Markham, Illinois	09/28/82

SCHEDULE C-2

Item No.	Manufacturer Description Machine Type Model/Serial No.	Aquisition Cost	Location	Acceptance Date
1	Allis-Chalmers New Allis-Chalmers Fork Lift Truck Model ACP 80 C 2 PS S/N 507689 XL Mast 110X80X12 A.C. Integral Side Shifter 48 In. Wide Pallet Forks 48X5X2 Load Backrest 48X48 Single mast mounted headlight with Switch Group A.C. Hose Group, 3 Plunger Valve Super Soft Drive & Steer Tires	\$20,565.00	Paducah, Kentucky	10/05/82
2	New Allis Chalmers Fork Lift Truck Model ACP 60 CD 2PS Single Drive, Short Coupled Diesel Powered S/N 509825 XL Mast 106X72X10 48 In. Wide Carriage Pallet Forks 42X5X1 3/4 Load Backrest 48X48	\$17,220.00	Hazel Crest, Illinois	10/10/82
3	New Allis-Chalmers Fork Lift Truck Model ACP 60-CD-2PS Single Drive S/N 509822 XL Mast 130X84X10 48 In. Wide Carriage Pallet Forks 42X5X1 3/4 Load Backrest 48X48	\$17,220.00	Paducah, Kentucky	10/05/82
4	New Allis-Chalmers Fork Lift Truck Model ACP 60-CD 2 PS Single Drive S/N 509820 XL Mast 130X84X10 48 In. Wide Carriage Load Backrest 48X48 Pallet Forks 42X5X1 3/4	<u>17,220.00</u>	JACKSON <del>Memphis</del> , Tennessee	10/15/82



SCHEDULE C-3

Item No.	Manufacturer Description Machine Type Model/Serial No.	Aquisition Cost	Location	Acceptance Date
1	Allis-Chalmers New Allis-Chalmers Fork Lift Truck Model ACP 60-CD 2PS Single Drive S/N 509821 XL Mast 130X84X10 48 In. Wide Carriage Pallet Forks 42X5X1 3/4 Load Backrest 48X48 Freight Charges	\$17,220.00 728.93	Jackson, TN	10/20/82
2	Clark Equipment Company Clark Model C 500 YS 80 Forklift Truck W/IS 100-1470 Sideshifter, 171" TSU, 49" CARR., 48" LBR, 48" Forks Painted Green S/N Y685 0890 4845 Freight Charge	\$23,650.00 683.22	McComb, MS	10/27/82
3	Bruce-Gray & Company Baker Pneumatic Tire Fork Lift Truck Model B809D S/N 332-20500-2940 8000 lb. capacity @ 24" load center, 82" Lowered mast height, 108" Max. fork height, Simplex upright fully rollered 2"X5"X48" Long forks (2), 4 Cyl. Deuts diesel engine. 12-Volt electronic ignitionm system Hydrostatic drive, Dynamic braking Disc Brake system Full instrumentation, hand parking brake, Loan Back rest, Driver overhead guard, Solid pneumatic tires - drive & Steer Twin headlights - mast mount Full factory warranty Freight Charge	\$20,240.00 940.12	Memphis, TN	10/27/82

SCHEDULE C-4

<u>Item No.</u>	<u>Manufacturer Description Machine Type Model/Serial No.</u>	<u>Aquisition Cost</u>	<u>Location</u>	<u>Acceptance Date</u>
1	VOSS EQUIPMENT INC. (1) Yale Model GP050RUAS080 Gasoline Powered Pneumatic Tired, Lift Truck Serial No. 381695 Voss #408646 Freight Charge	\$15,400.00      <u>304.83</u>	17750 S. Ashland Ave. Homewood, IL	10/21/82

**Interstate Commerce Commission**  
Washington, D.C. 20423

**9/1/83**

OFFICE OF THE SECRETARY

**Charles T. Kappler, Esq.**  
**Alvord & Alvord**  
**918 16th St. N.W.**  
**Washington, D.C. 20006-2973**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **9/1/83** at **2:15pm**, and assigned recordation number(s).

**13921-E throu. 13921-L, 13921-M throu. 13921-Q**  
**13921-R, 13921-S** ~~13921-T~~ yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

RENTAL SCHEDULE A-3  
AND  
CERTIFICATE OF INSPECTION AND ACCEPTANCE

SEP 1 1983 2 15 PM  
INTERSTATE COMMERCE COMMISSION

RENTAL SCHEDULE A-3 and CERTIFICATE OF INSPECTION AND ACCEPTANCE to Master Equipment Lease No. 8206ILT120 dated as of July 20, 1982 (the "Lease") by and between the undersigned, the terms and conditions of which are hereby incorporated herein by reference. Lessee hereby (a) authorizes Lessor to obtain for lease to Lessee the equipment described herein (the "Equipment") and to insert hereon the Lease Commencement Date for such Equipment upon Lessee's acceptance of same for lease, (b) agrees to lease such equipment from Lessor effective the Lease Commencement Date thereof and for the lease term specified below, and (c) agrees to pay Lessor the rent, in the amounts and at the times specified below, for each item of Equipment. All of the terms used herein which are defined in the Lease shall have the same meaning as so defined.

Item No.	Manufacturer Description Machine Type Model/Serial No.	Aquisition Cost	Location	Acceptance Date
1	Plasser American Corporation (1) Plasser Universal Mainliner PUM Tamping Machine Complete as specified in order Machine Serial #1544	\$156,595.10	Lake Cormorant, MS	11/24/82
2	Plasser American Corporation (1) Plasser Universal Mainliner PUM Tamping Machine Complete as specified in order Machine serial #1543	\$150,443.50	Lake Cormorant, MS	10/29/82

GRAND TOTAL EQUIPMENT COST: \$307,038.60

LEASE TERM:	Interim Term:	Primary Term:
	Commencement Date: *	Commencement Date: 01/01/83
	Expiration Date: <u>12/31/82</u>	Expiration Date: <u>12/31/87</u>

\*with respect to each Item of Equipment shall be the Acceptance Dates as set forth above,

PAYMENT DATES: The Interim Term rent payment is due and payable January 1, 1983. The remaining rental payments commence April 1, 1983 and continue quarterly in arrears through and including January 1, 1988.

BASIC RENT:

Basic Rent Per Period: \$20,769.93  
Basic Rent Per Day: \$ 230.89

A SECURITY INTEREST IN THIS RENTAL SCHEDULE HAS BEEN  
GRANTED TO FIRST NATIONAL BANK OF ATLANTA

NOTE 1: Basic Rent Per Day is applicable during the Interim Term and is payable on the first Payment Date.

NOTE 2: Basic Rent Per Period and Basic Rent Per Day is computed by multiplying the Equipment Cost as set forth above by:

Periodic Lease Rate Factor: .067646

Per Diem Lease Rate Factor: .000752

NOTE 3: Notwithstanding any provision to the contrary contained in the Lease, Lessor and Lessee agree that the Equipment leased pursuant to this Rental Schedule may be used by Lessee on any portion of Lessee's track system in the continental United States.

The undersigned, being a duly authorized representatives of the Lessor and the Lessee hereby CERTIFY that the units of Equipment described above have been duly delivered to Lessee in good order and duly inspected and accepted by the Lessee as of the Acceptance Date reflected above on behalf of the Lessee as conforming in all respects with the requirements and provisions of the Lease.

LESSOR: AMTRAN CORPORATION

By W. L. Lee

Title CLERK

Date 12/1/82

LESSEE: ILLINOIS CENTRAL GULF RAILROAD

By James A. Looney

Title AVP-Treasurer

Date DEC 2 1982

A SECURITY INTEREST IN THIS RENTAL SCHEDULE HAS BEEN  
GRANTED TO FIRST NATIONAL BANK OF ATLANTA

LESSOR:

AmTran Corporation .

By: 


John L. Lee  
Clerk

Date: December 1, 1982

State of Massachusetts

County of Suffolk ss:

On this 1st day of December, 1982 before me personally appeared, John L. Lee, to me personally known, who being by me duly sworn, says that he is the Clerk of AmTran Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Signature of notary public

My Commission expires 10/3/89

LESSER:

Illinois Central Gulf Railroad

By: Sandor A. Loevy  
Sandor A. Loevy  
Assistant Vice President-Treasurer

Date: May 18, 1983

State of Illinois

County of Cook ss: .

On this 18<sup>th</sup> day of May, 1983 before me personally appeared, Sandor A. Loevy, to me personally known, who being by me duly sworn, says that he is the Assistant Vice President-Treasurer of Illinois Central Gulf Railroad, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Mary Ann Mehoczky  
Signature of notary public

My Commission expires SEP 24 1984